



HEALTH QUARTERLY STATEMENT

AS OF JUNE 30, 2017
OF THE CONDITION AND AFFAIRS OF THE

Arcadian Health Plan, Inc.

NAIC Group Code 0119 0119 NAIC Company Code 12151 Employer's ID Number 20-1001348
(Current) (Prior)

Organized under the Laws of Washington, State of Domicile or Port of Entry WA

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

Is HMO Federally Qualified? Yes [X] No []

Incorporated/Organized 04/06/2004 Commenced Business 01/01/2005

Statutory Home Office 300 Deschutes Way SW, Suite 304 Tumwater, WA, US 98501
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 500 West Main Street 502-580-1000
(Street and Number) (Area Code) (Telephone Number)
Louisville, KY, US 40202
(City or Town, State, Country and Zip Code)

Mail Address P.O. Box 740036 Louisville, KY, US 40201-7436
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 500 West Main Street 502-580-1000
(Street and Number) (Area Code) (Telephone Number)
Louisville, KY, US 40202
(City or Town, State, Country and Zip Code)

Internet Website Address www.humana.com

Statutory Statement Contact Amanda Nethery 502-580-1624
(Name) (Area Code) (Telephone Number)
DOIINQUIRIES@humana.com 502-580-2099
(E-mail Address) (FAX Number)

OFFICERS

President Bruce Dale Broussard Chief Financial Officer Johnathon Reid Hanzalik
VP & Corporate Secretary Joan Olliges Lenahan VP & Chief Actuary Kenny Waltem Kan

OTHER

<u>Alan James Bailey, VP & Treasurer</u>	<u>Ricky Howard Beavin #, Chief Executive Officer</u>	<u>Elizabeth Diane Bierbower, Pres. Group Segment</u>
<u>Jonathan Albert Canine, VP & Appointed Actuary</u>	<u>John Gregory Catron, VP & Chief Compliance Officer</u>	<u>Jeffrey Carl Fernandez, Segment VP, Retail West and MarketPOINT</u>
<u>Brian Andrew Kane, Senior VP-Finance</u>	<u>Brian Phillip LeClaire, Ph.D., Sr.VP & Chief Information Officer</u>	<u>Steven Edward McCulley, SVP, Medicare Operations</u>
<u>William Mark Preston, VP-Investment Management</u>	<u>Richard Donald Remmers, VP, Group Segment</u>	<u>George Renaudin II, Seg. VP, Retail East & Provider Experience</u>
<u>Donald Hank Robinson, Vice President - Tax</u>	<u>Daniel Andrew Tulto #, VP & Div. Leader - Western Division</u>	<u>Joseph Christopher Ventura, Vice President and Assistant Corporate Secretary</u>
<u>Timothy Alan Wheatley, President, Retail Segment</u>	<u>Ralph Martin Wilson, Vice President</u>	

DIRECTORS OR TRUSTEES

Ricky Howard Beavin # Bruce Dale Broussard Brian Andrew Kane

State of Kentucky SS:
County of Jefferson

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Bruce Dale Broussard Joseph Christopher Ventura # Alan James Bailey
President VP & Corporate Secretary (Elected 7/1/2017) VP & Treasurer

Subscribed and sworn to before me this

day of August, 2017

Michele H. Sizemore
Notary Public
January 3, 2019

MICHELE H. SIZEMORE
State at Large
Kentucky
My Commission Expires Jan. 3, 2019

- a. Is this an original filing? Yes [X] No []
- b. If no,
1. State the amendment number.....
 2. Date filed
 3. Number of pages attached.....

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	206,218,142	0	206,218,142	192,826,076
2. Stocks:				
2.1 Preferred stocks	0	0	0	0
2.2 Common stocks	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$0 encumbrances)	0	0	0	0
4.2 Properties held for the production of income (less \$0 encumbrances)	0	0	0	0
4.3 Properties held for sale (less \$0 encumbrances)	0	0	0	0
5. Cash (\$(2,040,618)), cash equivalents (\$54,966,092) and short-term investments (\$77,032,615)	129,958,089	0	129,958,089	33,498,075
6. Contract loans (including \$0 premium notes)	0	0	0	0
7. Derivatives	0	0	0	0
8. Other invested assets	0	0	0	0
9. Receivables for securities	500,000	0	500,000	280,690
10. Securities lending reinvested collateral assets	0	0	0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	336,676,231	0	336,676,231	226,604,841
13. Title plants less \$0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	1,661,573	0	1,661,573	1,395,846
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	487,700	422,511	65,189	486,422
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$0 earned but unbilled premiums)	0	0	0	0
15.3 Accrued retrospective premiums (\$39,794) and contracts subject to redetermination (\$41,553,581)	41,593,375	0	41,593,375	16,254,015
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	0	0	0	0
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	0	0	0	0
17. Amounts receivable relating to uninsured plans	2,804,647	0	2,804,647	2,083,106
18.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0	1,084,662
18.2 Net deferred tax asset	10,677,901	268,100	10,409,801	10,409,801
19. Guaranty funds receivable or on deposit	0	0	0	0
20. Electronic data processing equipment and software	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$0)	68	68	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	3,326,830	0	3,326,830	8,511,122
24. Health care (\$11,729,396) and other amounts receivable	11,741,524	10,963	11,730,561	8,941,981
25. Aggregate write-ins for other than invested assets	4,684,448	4,684,448	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	413,654,297	5,386,090	408,268,207	275,771,796
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Total (Lines 26 and 27)	413,654,297	5,386,090	408,268,207	275,771,796
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Prepaid Commissions	3,306,413	3,306,413	0	0
2502. Provider Contracts	1,299,971	1,299,971	0	0
2503. Deposits	78,064	78,064	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	4,684,448	4,684,448	0	0

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$0 reinsurance ceded)	72,775,229	5,030,511	77,805,740	77,086,336
2. Accrued medical incentive pool and bonus amounts	0	0	0	0
3. Unpaid claims adjustment expenses	288,649	0	288,649	511,937
4. Aggregate health policy reserves, including the liability of \$0 for medical loss ratio rebate per the Public Health Service Act	23,505,449	0	23,505,449	22,896,962
5. Aggregate life policy reserves	0	0	0	0
6. Property/casualty unearned premium reserve	0	0	0	0
7. Aggregate health claim reserves	0	0	0	0
8. Premiums received in advance	62,380,315	0	62,380,315	237,321
9. General expenses due or accrued	637,052	0	637,052	459,384
10.1 Current federal and foreign income tax payable and interest thereon (including \$(7,269) on realized gains (losses))	666,277	0	666,277	0
10.2 Net deferred tax liability	0	0	0	0
11. Ceded reinsurance premiums payable	0	0	0	0
12. Amounts withheld or retained for the account of others.....	326	0	326	259
13. Remittances and items not allocated	384,345	0	384,345	314,452
14. Borrowed money (including \$0 current) and interest thereon \$0 (including \$0 current)	0	0	0	0
15. Amounts due to parent, subsidiaries and affiliates	0	0	0	0
16. Derivatives	0	0	0	0
17. Payable for securities	0	0	0	0
18. Payable for securities lending	0	0	0	0
19. Funds held under reinsurance treaties (with \$0 authorized reinsurers, \$0 unauthorized reinsurers and \$0 certified reinsurers).....	0	0	0	0
20. Reinsurance in unauthorized and certified (\$0) companies	0	0	0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates	0	0	0	0
22. Liability for amounts held under uninsured plans	21,402,039	0	21,402,039	3,256,375
23. Aggregate write-ins for other liabilities (including \$35,131 current)	80,096	0	80,096	0
24. Total liabilities (Lines 1 to 23)	182,119,777	5,030,511	187,150,288	104,763,026
25. Aggregate write-ins for special surplus funds	XXX	XXX	8,530,010	0
26. Common capital stock	XXX	XXX	1,000,020	1,000,020
27. Preferred capital stock	XXX	XXX	0	0
28. Gross paid in and contributed surplus	XXX	XXX	299,392,037	249,366,460
29. Surplus notes	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	(87,804,148)	(79,357,710)
32. Less treasury stock, at cost:				
32.1 .....0 shares common (value included in Line 26 \$0)	XXX	XXX	0	0
32.2 .....0 shares preferred (value included in Line 27 \$0)	XXX	XXX	0	0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	221,117,919	171,008,770
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	408,268,207	275,771,796
DETAILS OF WRITE-INS				
2301. Unclaimed Property	80,096	0	80,096	0
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above)	80,096	0	80,096	0
2501. Special Surplus – Projected HCRL Assessment for the Upcoming Year	XXX	XXX	8,530,010	0
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	XXX	XXX	8,530,010	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098)(Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	460,713	476,649	969,343
2. Net premium income (including \$0 non-health premium income).....	XXX	406,011,099	404,441,712	812,894,102
3. Change in unearned premium reserves and reserve for rate credits.....	XXX	0	0	0
4. Fee-for-service (net of \$0 medical expenses).....	XXX	0	0	0
5. Risk revenue	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	406,011,099	404,441,712	812,894,102
Hospital and Medical:				
9. Hospital/medical benefits	22,182,432	324,380,803	275,482,249	535,877,013
10. Other professional services	0	4,249,296	81,644,107	168,001,425
11. Outside referrals	0	0	0	0
12. Emergency room and out-of-area	1,320,115	6,183,881	6,708,876	14,568,759
13. Prescription drugs	0	28,694,452	35,059,881	58,517,886
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts	0	0	0	0
16. Subtotal (Lines 9 to 15)	23,502,547	363,508,432	398,895,113	776,965,082
Less:				
17. Net reinsurance recoveries	0	0	0	0
18. Total hospital and medical (Lines 16 minus 17)	23,502,547	363,508,432	398,895,113	776,965,082
19. Non-health claims (net)	0	0	0	0
20. Claims adjustment expenses, including \$8,003,475 cost containment expenses	0	9,089,371	11,747,533	23,481,445
21. General administrative expenses	0	34,365,857	46,506,185	86,013,654
22. Increase in reserves for life and accident and health contracts (including \$0 increase in reserves for life only)	0	0	0	(12,675,000)
23. Total underwriting deductions (Lines 18 through 22).....	23,502,547	406,963,660	457,148,831	873,785,181
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	(952,561)	(52,707,119)	(60,891,079)
25. Net investment income earned	0	2,374,980	576,208	2,048,106
26. Net realized capital gains (losses) less capital gains tax of \$394	0	732	53,714	(9,170)
27. Net investment gains (losses) (Lines 25 plus 26)	0	2,375,712	629,922	2,038,936
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$0) (amount charged off \$0)].....	0	0	0	0
29. Aggregate write-ins for other income or expenses	0	19	(174)	(165)
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	1,423,170	(52,077,371)	(58,852,308)
31. Federal and foreign income taxes incurred	XXX	(651,350)	(11,875,475)	(17,699,449)
32. Net income (loss) (Lines 30 minus 31)	XXX	2,074,520	(40,201,896)	(41,152,859)
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901. Miscellaneous Income	0	19	10	14
2902. Loss on Disposal	0	0	(184)	(179)
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	19	(174)	(165)

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
CAPITAL AND SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	171,008,770	35,016,523	35,016,523
34. Net income or (loss) from Line 32	2,074,520	(40,201,896)	(41,152,859)
35. Change in valuation basis of aggregate policy and claim reserves	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$0	10,031	0	(10,031)
37. Change in net unrealized foreign exchange capital gain or (loss)	0	0	0
38. Change in net deferred income tax	0	0	(1,545,105)
39. Change in nonadmitted assets	(2,000,979)	(3,849,366)	3,622,555
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock	0	0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital Changes:			
44.1 Paid in	0	400,020	400,020
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in	50,025,577	119,626,667	174,677,667
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital	0	0	0
46. Dividends to stockholders	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital & surplus (Lines 34 to 47)	50,109,149	75,975,425	135,992,247
49. Capital and surplus end of reporting period (Line 33 plus 48)	221,117,919	110,991,948	171,008,770
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	443,727,056	381,687,155	799,991,522
2. Net investment income	2,995,629	871,985	2,370,860
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	446,722,685	382,559,140	802,362,382
5. Benefit and loss related payments	365,708,489	341,070,845	715,473,465
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	26,051,125	36,327,116	104,706,342
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$14,353 tax on capital gains (losses)	(2,401,895)	(5,743,163)	(17,046,548)
10. Total (Lines 5 through 9)	389,357,719	371,654,799	803,133,259
11. Net cash from operations (Line 4 minus Line 10)	57,364,966	10,904,341	(770,877)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	16,128,663	6,615,718	35,554,722
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	128	128
12.7 Miscellaneous proceeds	0	4,997,667	1,799,310
12.8 Total investment proceeds (Lines 12.1 to 12.7)	16,128,663	11,613,513	37,354,160
13. Cost of investments acquired (long-term only):			
13.1 Bonds	30,395,947	39,651,122	178,904,449
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	219,310	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	30,615,257	39,651,122	178,904,449
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(14,486,594)	(28,037,609)	(141,550,289)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	50,000,000	120,000,000	175,000,000
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	3,581,642	966,122	(9,679,081)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	53,581,642	120,966,122	165,320,919
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	96,460,014	103,832,854	22,999,753
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	33,498,075	10,498,323	10,498,323
19.2 End of period (Line 18 plus Line 19.1)	129,958,089	114,331,177	33,498,075

Note: Supplemental disclosures of cash flow information for non-cash transactions:

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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	82,418	0	0	0	0	0	0	82,418	0	0
2. First Quarter	76,446	0	0	0	0	0	0	76,446	0	0
3. Second Quarter	77,514	0	0	0	0	0	0	77,514	0	0
4. Third Quarter	0	0	0	0	0	0	0	0	0	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	460,713	0	0	0	0	0	0	460,713	0	0
Total Member Ambulatory Encounters for Period:										
7. Physician	678,724	0	0	0	0	0	0	678,724	0	0
8. Non-Physician	301,987	0	0	0	0	0	0	301,987	0	0
9. Total	980,711	0	0	0	0	0	0	980,711	0	0
10. Hospital Patient Days Incurred	70,315	0	0	0	0	0	0	70,315	0	0
11. Number of Inpatient Admissions	7,978	0	0	0	0	0	0	7,978	0	0
12. Health Premiums Written (a)	406,011,099	0	0	0	0	0	0	406,011,099	0	0
13. Life Premiums Direct	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned	406,011,099	0	0	0	0	0	0	406,011,099	0	0
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services.....	365,708,489	0	0	0	0	0	0	365,708,489	0	0
18. Amount Incurred for Provision of Health Care Services	363,508,432	0	0	0	0	0	0	363,508,432	0	0

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$406,011,099

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

[illegible]

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	0	0	0	0	0	0
2. Medicare Supplement	0	0	0	0	0	0
3. Dental Only	0	0	0	0	0	0
4. Vision Only	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan	0	0	0	0	0	0
6. Title XVIII - Medicare	51,458,492	314,249,997	5,882,354	71,923,386	57,340,846	77,086,336
7. Title XIX - Medicaid	0	0	0	0	0	0
8. Other health	0	0	0	0	0	0
9. Health subtotal (Lines 1 to 8)	51,458,492	314,249,997	5,882,354	71,923,386	57,340,846	77,086,336
10. Healthcare receivables (a)	944	11,739,415	0	0	944	8,820,898
11. Other non-health	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts	0	0	0	0	0	0
13. Totals (Lines 9-10+11+12)	51,457,548	302,510,582	5,882,354	71,923,386	57,339,902	68,265,438

(a) Excludes \$ 0 loans or advances to providers not yet expensed.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

The financial statements of the Company are presented on the basis of accounting practices prescribed or permitted by the Washington Office of Insurance.

The Washington Office of Insurance recognizes only statutory accounting practices prescribed or permitted by the State of Washington for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Washington Insurance Law. The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Washington. The Commissioner of Insurance has the right to permit other specific practices that deviate from prescribed practices. No deviations from the Codification currently exist.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Washington is shown below:

	SSAP #	F/S Page	F/S Line #	2017	2016
Net Income/(Loss)					
1. Arcadian Health Plan, Inc. Washington basis	xxx	xxx	xxx	\$ 2,074,520	\$ (41,152,859)
2. State Prescribed Practices that is an increase/(decrease) NAIC SAP				-	-
3. State Permitted Practices that is an increase/(decrease) NAIC SAP				-	-
4. NAIC SAP	xxx	xxx	xxx	\$ <u>2,074,520</u>	\$ <u>(41,152,859)</u>
Surplus					
5. Arcadian Health Plan, Inc. Washington basis	xxx	xxx	xxx	\$ 221,117,919	\$ 171,008,770
6. State Prescribed Practices that is an increase/(decrease) NAIC SAP				-	-
7. State Permitted Practices that is an increase/(decrease) NAIC SAP				-	-
8. NAIC SAP	xxx	xxx	xxx	\$ <u>221,117,919</u>	\$ <u>171,008,770</u>

On July 2, 2015, Humana entered into an Agreement and Plan of Merger, which is referred to herein as the Merger Agreement, with Aetna Inc. and certain wholly owned subsidiaries of Aetna Inc., (Aetna), which sets forth the terms and conditions under which Humana agreed to merge with, and become a wholly owned subsidiary of Aetna.

The Merger was subject to customary closing conditions, including, among other things, the expiration or termination of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, the receipt of necessary approvals under state insurance and healthcare laws and regulations pursuant to certain licenses of certain Humana subsidiaries, and the absence of legal restraints and prohibitions on the consummation of the Merger.

On December 22, 2016, in order to extend the "End Date" (as defined in the Merger Agreement), Aetna and Humana each agreed to waive until 11:59 p.m. (Eastern time) on February 15, 2017 its right to terminate the Merger Agreement due to a failure of the Mergers to have been completed on or before December 31, 2016.

On July 21, 2016, the U.S. Department of Justice (DOJ) and the attorneys general of certain U.S. jurisdictions filed a civil antitrust complaint in the U.S. District Court for the District of Columbia against Humana and Aetna, alleging that the Merger would violate Section 7 of the Clayton Antitrust Act and seeking a permanent injunction to prevent the Merger from being completed. On January 23, 2017, the Court ruled in favor of the DOJ and granted a permanent injunction of the proposed transaction. On February 14, 2017, Humana and Aetna agreed to mutually terminate the Merger Agreement, as Humana's Board determined that an appeal of the Court's ruling would not be in the best interest of its stockholders. Under terms of the Merger Agreement, Humana received a breakup fee of \$1 billion on February 16, 2017.

B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. These estimates are based on knowledge of current events and anticipated future events, and accordingly, actual results could differ from those estimates.

C. Accounting Policy

Premiums are reported as earned in the period in which members are entitled to receive services, and are net of retroactive membership adjustments. Retroactive membership adjustments result from enrollment changes not yet processed, or not yet reported by an employer group or the government. Premiums received prior to such period are recorded as advance premiums.

Benefits incurred and loss adjustment expenses include claim payments, capitation payments, pharmacy costs net of rebates, allocations of certain centralized expenses, legal and administrative costs to settle claims, and various other costs incurred to provide health insurance coverage to members, as well as estimates of future payments to hospitals and others for medical care provided prior to the date of the statements of admitted assets, liabilities and surplus. Capitation payments represent monthly contractual fees disbursed to participating primary care physicians, and other providers who are responsible for providing medical care to members. Pharmacy costs represent payments for members' prescription drug benefits, net of rebates from drug manufacturers.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

In addition, the Company uses the following accounting policies:

- (1) Short-term investments include investments mainly in U.S. Government obligations with a maturity of twelve months or less from the date of purchase. Short-term investments are recorded at amortized cost. The carrying value of short-term investments approximates fair value due to the short-term maturities of the investments.
- (2-4) Investments are valued and classified in accordance with methods prescribed by the NAIC. Bonds with an NAIC rating of 1 or 2 are carried at amortized cost, with all other bonds being recorded at the lower of amortized cost or fair value; redeemable preferred stocks are carried at amortized cost; and non-redeemable preferred stocks are carried at fair value. Common stocks are carried at fair value.

The Company regularly evaluates investment securities for impairment. For all securities other than loan-backed and structured securities, the Company considers factors affecting the investee, factors affecting the industry the investee operates within, and general debt and equity market trends. The Company also considers the length of time an investment's fair value has been below carrying value, the near term prospects for recovery to carrying value, and the Company's intent and ability to hold the investment until maturity or market recovery is realized. If and when a determination is made that a decline in fair value below the cost basis is other-than-temporary, the related investment is written down to its estimated fair value through earnings.

Amortization of bond premium or discount is computed using the scientific interest method.

Income from investments is recorded on an accrual basis. For the purpose of determining realized gains and losses, the cost of securities sold is based upon specific identification. Investment income due and accrued over 90 days past due is nonadmitted.

- (5) Not Applicable.
- (6) For loan backed and structured securities where the securities fair value is less than the amortized cost, the Company considers several factors to determine if the security's impairment is other-than-temporary. If the Company has the intent to sell the security or if the Company does not have the intent and ability to retain the security until recovery of its fair value, the related investment is written down to its estimated fair value through earnings. If, however, the Company has the intent and ability to retain the security until recovery of its fair value, the Company considers factors affecting the investee, factors affecting the industry the investee operates within, and general debt and equity market trends. The Company also considers the length of time an investment's fair value has been below carrying value and the near term prospects for recovery to carrying value. If the determination is made, based on these factors, that the Company does expect to recover the entire amortized cost of the security, then an other-than-temporary impairment has not occurred. If, however, the determination is made that the Company does not expect to recover the entire amortized cost of the security based on the factors noted above, the Company recognizes a realized loss in earnings for the non-interest related decline. No loss is recognized for the interest impairment.
- (7) Not Applicable.
- (8) Not Applicable.
- (9) Not Applicable.
- (10-11) The estimates of future medical benefit payments are developed using actuarial methods and assumptions based upon claim payment patterns, medical cost inflation, historical development such as claim inventory levels and claim receipt patterns, and other relevant factors. Corresponding administrative costs to process outstanding claims are estimated and accrued. Estimates of future payments relating to services incurred in the current and prior periods are continually reviewed by management and adjusted as necessary.

The Company assesses the profitability of its contracts for providing health insurance coverage to its members when current operating results or forecasts indicate probable future losses. The Company records a premium deficiency liability in current operations to the extent that the sum of expected future medical costs, claim adjustment expenses and maintenance costs exceed related future premiums. Investment income is not contemplated in the calculation of the premium deficiency liability.

Management believes the Company's benefits payable and loss adjustment expense are adequate to cover future claims and loss adjustment expense payments required, however, such estimates are based on knowledge of current events and anticipated future events and, therefore, the actual liability could differ from the amounts provided.

- (12) The Company has not modified its capitalization policy from the prior period.

Equipment is stated at cost less accumulated depreciation. Depreciation expense is computed using the straight-line method over estimated useful lives generally ranging from three to five years. Improvements to leased facilities are depreciated over the shorter of the remaining lease term or the anticipated life of the improvement.

The Company recognizes an asset or liability for the deferred tax consequences of temporary differences between the tax bases of assets or liabilities and their reported amounts in the financial statements. The temporary differences will result in taxable or deductible amounts in future years when the reported amounts of the assets or liabilities are recovered or settled.

- (13) The Company estimates anticipated Pharmacy Rebate Receivables using the analysis of historical recovery patterns.
- (14) Not Applicable.

NOTES TO THE FINANCIAL STATEMENTS

(15) Not Applicable.

D. Going Concern

Effective December 31, 2016, the Company adopted revisions to SSAP No. 1, *Accounting Policies, Risks & Uncertainties, and Other Disclosures* (SSAP No. 1). The revisions require management of the Company to evaluate whether there is substantial doubt about the Company’s ability to continue as a going concern and provide certain disclosures if substantial doubt exists. Management of the Company has completed its evaluation of the Company and determined that there is no substantial doubt about its ability to continue as a going concern.

2. Accounting Changes and Corrections of Errors

Not Applicable.

3. Business Combinations and Goodwill

A. Statutory Purchase Method

Not Applicable.

B. Statutory Merger

Not Applicable.

C. Assumption Reinsurance

Not Applicable.

D. Impairment Loss

Not Applicable.

4. Discontinued Operations

Not Applicable.

5. Investments

A. Mortgage Loans, Including Mezzanine Real Estate Loans

Not Applicable.

B. Debt Restructuring

Not Applicable.

C. Reverse Mortgages

Not Applicable.

D. Loan-Backed Securities

(1) Prepayment assumptions for mortgage-backed/loan-backed and structured securities were obtained from industry market sources.

(2) Not Applicable.

(3) Not Applicable.

(4) The Company does not have any investments in an other-than-temporary impairment position at June 30, 2017.

Gross unrealized losses and related fair value of temporarily impaired securities that have been in a continuous unrealized loss position were as follows at June 30, 2017:

(a) The aggregate amount of unrealized losses:

1. Less than Twelve Months	\$	(1,120,686)
2. Twelve Months or Longer	\$	-

(b) The aggregate related fair value of securities with unrealized losses:

1. Less than Twelve Months	\$	44,971,877
2. Twelve Months or Longer	\$	-

(5) Unrealized losses are primarily due to increases in market interest rates and tighter liquidity conditions in the current markets than when the securities were purchased. All issuers of securities trading at an unrealized loss remain current on all contractual payments and the Company believes it is probable that all amounts due according to the contractual terms of the debt securities are collectible. After taking into account these and other factors, including the severity of the decline and the Company’s ability and intent to hold these securities until recovery or maturity, the Company determined the unrealized losses on these investment securities were temporary and, as such, no impairment was required.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

E. Repurchase Agreements and/or Securities Lending Transactions

- (1) The Company has no repurchase agreements or securities lending transactions.
- (2) The Company has not pledged any of its assets as collateral.
- (3-7) Not Applicable.

F. Real Estate

Not Applicable.

G. Low-Income Housing Tax Credits (LIHTC)

Not Applicable.

H. Restricted Assets

- (1) Restricted Assets (Including Pledged)

Restricted Asset Category	1	2	3	4	5	6	7
	Total Gross (Admitted & Nonadmitted) Restricted from Current Year	Total Gross (Admitted & Nonadmitted) Restricted from Prior Year	Increase/ (Decrease) (1 minus 2)	Total Current Year Nonadmitted Restricted	Total Current Year Admitted Restricted (1 minus 4)	Percentage Gross (Admitted & Nonadmitted) Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$ -	\$ -	\$ -	\$ -	\$ -	-%	-%
b. Collateral held under security lending agreements	-	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-	-
h. Letter stock or securities restricted to sale – excluding FHLB capital stock	-	-	-	-	-	-	-
i. FHLB capital stock	-	-	-	-	-	-	-
j. On deposit with states	11,813,200	10,733,440	1,079,760	-	11,813,200	2.86%	2.89%
k. On deposit with other regulatory bodies	-	-	-	-	-	-	-
l. Pledged collateral to FHLB (including assets backing funding agreements)	-	-	-	-	-	-	-
m. Pledged as collateral not captured in other categories	-	-	-	-	-	-	-
n. Other restricted assets	-	-	-	-	-	-	-
o. Total Restricted Assets	\$ 11,813,200	\$ 10,733,440	\$ 1,079,760	-	\$ 11,813,200	2.86%	2.89%

- (2) Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable.

- (3) Detail of Other Restricted Assets Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable.

- (4) Collateral Received and Reflected as Assets Within the Reporting Entity’s Financial Statements

Not Applicable.

I. Working Capital Finance Investments

Not Applicable.

J. Offsetting and Netting of Assets and Liabilities

Not Applicable.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

K. Structured Notes

Not Applicable.

L. 5* Securities

Not Applicable.

M. Short Sales

Not Applicable.

N. Prepayment Penalty and Acceleration Fees

Not Applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

A. The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10.0 percent of its admitted assets.

B. The Company did not recognize any impairment write down for its investments in Joint Ventures, Partnerships and Limited Liability Companies during the statement periods.

7. Investment Income

A. Due and accrued income was excluded from surplus on the following basis:

All investment income due and accrued with amounts that are over 90 days past due with the exception of mortgage loans in default.

B. The total amount excluded was \$0.

8. Derivative Instruments

Not Applicable.

9. Income Taxes

No material change since year-end December 31, 2016.

10. Information Concerning Parent, Subsidiaries and Affiliates

A.-F. The Company has several management contracts with Humana Inc. and other related parties whereby the Company is provided with medical and executive management, information systems, claims processing, billing and enrollment, and telemarketing and other services as required by the Company. Management fees charged to operations for the years ended December 31, 2016 and 2015 were \$47,015,287 and \$4,846,212, respectively. As a part of this agreement, the Company makes cash disbursements on behalf of the Company which includes, but is not limited to, medical related items, general and administrative expenses, commissions and payroll. Humana Inc. is reimbursed by the Company weekly, based upon historical pattern of amounts and timing. Each month, these estimates are adjusted to ultimately settle upon actual disbursements made on behalf of the Company. The Company continues to be primarily liable for any outstanding payments made on behalf of the Company, should Humana Inc. not be able to fulfill its obligations.

No dividends were paid by the Company as of June 30, 2017.

The Company received a \$50,000,000 capital contribution from Humana Inc. on April 21, 2017.

At June 30, 2017, the Company reported \$3,326,830 due from Humana Inc. Amounts due to or from parent are generally settled within 30 days.

G. All outstanding shares of the Company are owned by the Parent Company.

H. Not Applicable.

I. Not Applicable.

J. Not Applicable.

K. Not Applicable.

L. Not Applicable.

M. Not Applicable.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

N. Not Applicable.

11. Debt

A. Debt Including Capital Notes

The Company has no debentures outstanding.

The Company has no capital notes outstanding.

The Company does not have any reverse repurchase agreements.

B. Federal Home Loan Bank (FHLB) Agreements

The Company does not have any FHLB agreements.

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

A.-D. Defined Benefit Plans

Not Applicable.

E. Defined Contribution Plans

Not Applicable.

F. Multiemployer Plans

Not Applicable.

G. Consolidated/Holding Company Plans

No material change since year-end December 31, 2016.

H. Postemployment Benefits and Compensated Absences

Not Applicable.

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

Not Applicable.

13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

(1) The Company has \$16.667 par value common stock with 60,000 shares authorized and 60,000 shares issued and 60,000 outstanding. All shares are common stock shares.

(2) The Company has no preferred stock outstanding.

(3-5) Dividends and returns of capital to shareholders are noncumulative and are paid as determined by the Board of Directors. In accordance with the Washington Office of Insurance statutes, the maximum amount which can be paid by the Company to shareholders without prior approval by the Washington Office of Insurance is the lesser of 10% of total surplus or net income from the prior year. Based on these restrictions, no dividend is available without prior approval.

Within the limitations above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

No dividends were paid by the Company as of June 30, 2017.

(6) There were no restrictions placed on the Company's surplus, including for whom the surplus is being held.

(7) Not Applicable.

(8) Not Applicable.

(9) Changes in balances of special surplus funds from the prior year is due to the estimated health insurance industry fee that will be payable on September 30, 2018.

(10) The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses is \$10,031.

(11) Not Applicable.

(12) Not Applicable.

(13) Not Applicable.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

14. Liabilities, Contingencies and Assessments

A. Contingent Commitments

Not Applicable.

B. Assessments

Not Applicable.

C. Gain Contingencies

Not Applicable.

D. Claims related extra contractual obligation and bad faith losses stemming from lawsuits

Not Applicable.

E. Joint and Several Liabilities

Not Applicable.

F. All Other Contingencies

During the ordinary course of business, the Company is subject to pending and threatened legal actions. Management of the Company does not believe that any of these actions will have a material adverse effect on the Company's surplus, results of operations or cash flows. However, the likelihood or outcome of current or future legal proceedings cannot be accurately predicted, and they could adversely affect the Company's surplus, results of operations and cash flows.

The Company is not aware of any other material contingent liabilities as of June 30, 2017.

15. Leases

No material change since year-end December 31, 2016.

16. Information about Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

The Company has no investment in Financial Instruments with Off-Balance Sheet Risk or Concentrations of Credit Risk.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. Transfers of Receivables Reported as Sales

Not Applicable.

B. Transfer and Servicing of Financial Assets

Not Applicable.

C. Wash Sales

Not Applicable.

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

A. ASO Plans

Not Applicable.

B. ASC Plans

Not Applicable.

C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract

(1) The Company records no revenue explicitly attributable to the cost share and reinsurance components of its Medicare or other similarly structured cost based reimbursement contracts.

(2) As of June 30, 2017, the Company has recorded a receivable from CMS of \$2,804,647 related to the cost share and reinsurance components of administered Medicare products. The Company does not have any additional receivables greater than 10% of the Company's accounts receivable from uninsured accident and health plans or \$10,000.

(3) As no revenue is recorded in connection with the cost share and reinsurance components of the Company's Medicare or other similarly structured cost based reimbursement contracts, the Company has recorded no allowances and reserves for adjustment of recorded revenues and receivables.

(4) The Company has made no adjustment to revenue resulting from audit of receivables related to revenues recorded in the prior period.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

Not Applicable.

20. Fair Value Measurements

- A. (1) The Company did not have any financial assets carried at fair value at June 30, 2017.

The Company reports transfers between Level 1 and Level 2 of the fair value hierarchy levels at the end of the reporting period. There were no transfers between Level 1 and Level 2 of the fair value hierarchy between December 31, 2016 and June 30, 2017.

- (2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

Not Applicable.

- (3) The Company reports transfers into or out of Level 3 of the fair value hierarchy levels at the end of the reporting period. There were no transfers into or out of Level 3 of the fair value hierarchy levels between December 31, 2016 and June 30, 2017.

- (4) Fair value of actively traded debt securities are based on quoted market prices. Fair value of other debt securities are based on quoted market prices of identical or similar securities or based on observable inputs like interest rates generally using a market valuation approach, or, less frequently, an income valuation approach and are generally classified as Level 2. The Company generally obtains one quoted price for each security from a third party pricing service. These prices are generally derived from recently reported trades for identical or similar securities, including adjustments through the reporting date based upon observable market information. When quoted prices are not available, the third party pricing service may use quoted market prices of comparable securities or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include benchmark yields, reported trades, credit spreads, broker quotes, default rates and prepayment speeds. The Company is responsible for the determination of fair value and as such, the Company performs analysis on the prices received from the third party pricing service to determine whether the prices are reasonable estimates of fair value. The Company's analysis includes a review of monthly price fluctuations as well as a quarterly comparison of the prices received from the pricing service to prices reported by the Company's third party investment advisor. Based on the Company's internal price verification procedures and review of fair value methodology documentation provided by the third party pricing service, there were no material adjustments to the prices obtained from the third party pricing service during the quarter ended June 30, 2017.

- (5) Derivative Fair Values

Not Applicable.

- B. Other Fair Value Disclosures

Not Applicable.

- C. Fair Values for All Financial Instruments by Levels 1, 2 and 3

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds, short-term investments and cash equivalents	\$ 335,100,464	\$ 338,216,849	\$ 131,344,780	\$ 203,755,684	\$ -	\$ -

- D. Financial Instruments for which Not Practicable to Estimate Fair Values

Not Applicable.

21. Other Items

- A. Extraordinary Items

Not Applicable.

- B. Troubled Debt Restructuring: Debtors

Not Applicable.

- C. Other Disclosures and Unusual Items

Not Applicable.

- D. Business Interruption Insurance Recoveries

Not Applicable.

- E. State Transferable and Non-transferable Tax Credits

Not Applicable.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

F. Subprime Mortgage Related Risk Exposure

- (1) The Company consults with its external investment managers to assess its subprime mortgage related risk exposure. Certain characteristics are utilized to determine if a mortgage-backed security has subprime exposure. The main characteristics reviewed when determining this are the collateral and structure of the security, the loan purpose, loan documentation, occupancy, geographical location, loan size and type. Subprime mortgage borrowers typically have lower credit scores, lower loan balances and higher loan-to-values than other conforming loans. Management's practices include reviewing quantitative and qualitative credit models that analyze loan-level collateral composition, historical underwriter performance trends, the impact of macroeconomic factors, and issuer risks; as well as reviewing the estimation of security cash flows and monthly model calibrations.

- (2) Direct exposure through investments in sub-prime mortgage loans.

The Company has no direct exposure through investment to sub-prime mortgage loans.

- (3) Direct exposure through other investments:

- a. Residential mortgage backed securities – No substantial exposure noted.
- b. Commercial mortgage backed securities – No substantial exposure noted.
- c. Collateralized debt obligations – No substantial exposure noted.
- d. Structured securities – No substantial exposure noted.
- e. Equity investment in SCAs – No substantial exposure noted.
- f. Other assets – No substantial exposure noted.
- g. Total – No substantial exposure noted.

- (4) Underwriting exposure to sub-prime mortgage risk through Mortgage Guaranty coverage, Financial Guaranty coverage, Directors and Officers liability coverage, or Errors and Omissions liability coverage.

Not Applicable.

Classification of mortgage related securities is primarily based on information from outside data services, including rating agency actions. When considering our exposure, the Company evaluated the percentage of full documentation loans, percent of owner occupied properties, FICO scores, average margin for ARM loans, percent of loans with prepayment penalties, the existence of non-traditional underwriting standards, among other factors.

G. Retained Assets

Not Applicable.

H. Insurance Linked Securities

Not Applicable.

22. Events Subsequent

The Company is not aware of any events or transactions occurring subsequent to the close of the books for this statement which may have a material effect on its financial condition. Subsequent events have been considered through August 8, 2017 for the Statutory Statement issued on August 8, 2017.

23. Reinsurance

A. Ceded Reinsurance Report

Section 1 – General Interrogatories

- (1) Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10.0 percent or controlled, either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company?

Yes () No (X)

- (2) Have any policies issued by the company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10.0 percent or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?

Yes () No (X)

Section 2 – Ceded Reinsurance Report – Part A

- (1) Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

Yes () No (X)

- (2) Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes () No (X)

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

Section 3 – Ceded Reinsurance Report – Part B

- (1) What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate. \$0
- (2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement?

Yes () No (X)

B. Uncollectible Reinsurance

Not Applicable.

C. Commutation of Ceded Reinsurance

Not Applicable.

D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation

Not Applicable.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

- A. The Company estimates accrued retrospective premium adjustments for its Medicare business through a mathematical approach using an algorithm based upon settlement procedures defined by contracts with CMS.

The Company estimates accrued retrospective premium adjustments for its Commercial business based on experience to date, knowledge of the marketplace, and the terms of the risk corridors program with HHS.

- B. The Company records accrued retrospective premium as an adjustment to earned premiums.

- C. The amount of net premiums written by the Company at June 30, 2017 that are subject to retrospective rating features was \$406,011,099, or 100.00% of the total net premiums written. No other net premiums written by the Company are subject to retrospective rating features.

- D. Medical loss ratio rebates required pursuant to the Public Health Service Act

Not Applicable.

- E. Risk Sharing Provisions of the Affordable Care Act

Not Applicable.

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2016 were \$77,598,273. As of June 30, 2017, \$60,626,316 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$5,904,177 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$11,067,779 favorable prior-year development since December 31, 2016. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims. The amounts presented in this footnote exclude any impact related to Pharmacy Rebates and other Healthcare Receivable activity. Impact of such receivables can be seen in Footnote 28. The Company did not experience any material prior year claim development on retrospectively rated policies..

26. Intercompany Pooling Arrangements

Not Applicable.

27. Structured Settlements

The Company has no structured settlements.

STATEMENT AS OF June 30, 2017 OF Arcadian Health Plan, Inc.

NOTES TO THE FINANCIAL STATEMENTS

28. Health Care Receivables

A. Pharmaceutical Rebate Receivables

Quarter	Estimate Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More than 181 Days after Billing
12/31/2017	\$ -	\$ -	\$ -	\$ -	\$ -
9/30/2017	-	-	-	-	-
6/30/2017	11,730,112	11,730,112	-	-	-
3/31/2017	12,317,334	12,317,334	12,317,314	-	-
12/31/2016	8,812,181	8,812,181	8,812,015	166	-
9/30/2016	8,780,902	8,780,902	8,780,902	-	-
6/30/2016	7,542,704	7,542,704	7,530,303	1,405	54
3/31/2016	5,775,152	5,775,152	5,768,674	-	6,478
12/31/2015	899,804	899,804	894,717	10,140	3,565
9/30/2015	1,078,261	1,078,261	1,077,555	-	705
6/30/2015	916,072	916,072	915,295	-	777
3/31/2015	758,248	758,248	757,895	-	353

B. Risk Sharing Receivables

Not Applicable.

29. Participating Policies

The Company has no participating policies.

30. Premium Deficiency Reserves

1. Liability carried for premium deficiency reserves \$ 20,863,000
2. Date of the most recent evaluation of this liability December 31, 2016
3. Was anticipated investment income utilized in the calculation? Yes () No (X)

The Company did recognize the time value of money by discounting future losses at an annual interest rate of 0.55%.

31. Anticipated Salvage and Subrogation

Not Applicable.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [] No [X]

1.2

If yes, has the report been filed with the domiciliary state?

Yes [] No []

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [] No [X]

2.2

If yes, date of change:

3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?
If yes, complete Schedule Y, Parts 1 and 1A.

Yes [X] No []

3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [] No [X]

3.3

If the response to 3.2 is yes, provide a brief description of those changes.

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [] No [X]

4.2

If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation.

Yes [] No [X] N/A []

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2015

6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2015

6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

06/07/2017

6.4

By what department or departments?
Washington Department of Insurance

6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes [X] No [] N/A []

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [X] No [] N/A []

7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [] No [X]

7.2

If yes, give full information:

8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [] No [X]

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [] No [X]

8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended?

Yes [X] No []
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
Revised based on general policy and regulatory changes
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [X] No []
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:

\$ 3,326,830

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [] No [X]
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$ 0
13.

Amount of real estate and mortgages held in short-term investments:

\$ 0
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [] No [X]
- 14.2

If yes, please complete the following:
- | | 1
Prior Year-End
Book/Adjusted
Carrying Value | 2
Current Quarter
Book/Adjusted
Carrying Value |
|---|--|---|
| 14.21 Bonds | \$ 0 | \$ 0 |
| 14.22 Preferred Stock | \$ 0 | \$ 0 |
| 14.23 Common Stock | \$ 0 | \$ 0 |
| 14.24 Short-Term Investments | \$ 0 | \$ 0 |
| 14.25 Mortgage Loans on Real Estate | \$ 0 | \$ 0 |
| 14.26 All Other | \$ 0 | \$ 0 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ 0 | \$ 0 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$ 0 | \$ 0 |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [] No [X]
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?
If no, attach a description with this statement.

Yes [] No []

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

\$0
- 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

\$0
- 16.3 Total payable for securities lending reported on the liability page.

\$0

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?
- Yes [X] No []

- 17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase	4 Metro Tech Center, 16th Floor Mail Code: NY1-C512, Brooklyn, NY 11245, Attn: Barbara J. Walsh

- 17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- Yes [] No [X]

- 17.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

- 17.5 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. ["...that have access to the investment accounts"; "...handle securities"]

1 Name of Firm or Individual	2 Affiliation
BLACKROCK FINANCIAL MANAGEMENT, INC	U
W. Mark Preston	I

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets?
- Yes [X] No []

- 17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets?
- Yes [X] No []

- 17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
107105	BLACKROCK FINANCIAL MANAGEMENT, INC	549300LVXY1VJKE13M84	the SEC	DS

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed?
- Yes [X] No []
- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent

91.5 %
- 1.2 A&H cost containment percent

2.0 %
- 1.3 A&H expense percent excluding cost containment expenses

8.7 %
- 2.1 Do you act as a custodian for health savings accounts?

Yes [] No [X]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date

\$0
- 2.3 Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date

\$0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1	2	3	4	5	6	7	8	9
NAIC Company Code	ID Number	Effective Date	Name of Reinsurer	Domiciliary Jurisdiction	Type of Reinsurance Ceded	Type of Reinsurer	Certified Reinsurer Rating (1 through 6)	Effective Date of Certified Reinsurer Rating
NONE								

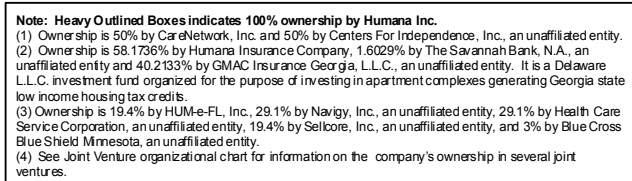
SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

		1	Direct Business Only							
		2	3	4	5	6	7	8	9	
States, etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums & Other Considerations	Property/Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama	AL	L	0	0	0	0	0	0	0
2.	Alaska	AK	N	0	0	0	0	0	0	0
3.	Arizona	AZ	L	0	0	0	0	0	0	0
4.	Arkansas	AR	L	0	0	0	0	0	0	0
5.	California	CA	L	0	361,748,055	0	0	0	361,748,055	0
6.	Colorado	CO	N	0	0	0	0	0	0	0
7.	Connecticut	CT	N	0	0	0	0	0	0	0
8.	Delaware	DE	N	0	0	0	0	0	0	0
9.	District of Columbia	DC	N	0	0	0	0	0	0	0
10.	Florida	FL	N	0	0	0	0	0	0	0
11.	Georgia	GA	N	0	0	0	0	0	0	0
12.	Hawaii	HI	N	0	0	0	0	0	0	0
13.	Idaho	ID	L	0	0	0	0	0	0	0
14.	Illinois	IL	N	0	0	0	0	0	0	0
15.	Indiana	IN	L	0	0	0	0	0	0	0
16.	Iowa	IA	N	0	0	0	0	0	0	0
17.	Kansas	KS	N	0	0	0	0	0	0	0
18.	Kentucky	KY	L	0	0	0	0	0	0	0
19.	Louisiana	LA	N	0	0	0	0	0	0	0
20.	Maine	ME	L	0	27,768,908	0	0	0	27,768,908	0
21.	Maryland	MD	N	0	0	0	0	0	0	0
22.	Massachusetts	MA	N	0	0	0	0	0	0	0
23.	Michigan	MI	N	0	0	0	0	0	0	0
24.	Minnesota	MN	N	0	0	0	0	0	0	0
25.	Mississippi	MS	N	0	0	0	0	0	0	0
26.	Missouri	MO	L	0	0	0	0	0	0	0
27.	Montana	MT	N	0	0	0	0	0	0	0
28.	Nebraska	NE	L	0	0	0	0	0	0	0
29.	Nevada	NV	N	0	0	0	0	0	0	0
30.	New Hampshire	NH	L	0	16,494,137	0	0	0	16,494,137	0
31.	New Jersey	NJ	N	0	0	0	0	0	0	0
32.	New Mexico	NM	N	0	0	0	0	0	0	0
33.	New York	NY	N	0	0	0	0	0	0	0
34.	North Carolina	NC	N	0	0	0	0	0	0	0
35.	North Dakota	ND	N	0	0	0	0	0	0	0
36.	Ohio	OH	N	0	0	0	0	0	0	0
37.	Oklahoma	OK	N	0	0	0	0	0	0	0
38.	Oregon	OR	N	0	0	0	0	0	0	0
39.	Pennsylvania	PA	N	0	0	0	0	0	0	0
40.	Rhode Island	RI	N	0	0	0	0	0	0	0
41.	South Carolina	SC	L	0	0	0	0	0	0	0
42.	South Dakota	SD	N	0	0	0	0	0	0	0
43.	Tennessee	TN	N	0	0	0	0	0	0	0
44.	Texas	TX	L	0	0	0	0	0	0	0
45.	Utah	UT	N	0	0	0	0	0	0	0
46.	Vermont	VT	N	0	0	0	0	0	0	0
47.	Virginia	VA	L	0	0	0	0	0	0	0
48.	Washington	WA	L	0	0	0	0	0	0	0
49.	West Virginia	WV	L	0	0	0	0	0	0	0
50.	Wisconsin	WI	N	0	0	0	0	0	0	0
51.	Wyoming	WY	N	0	0	0	0	0	0	0
52.	American Samoa	AS	N	0	0	0	0	0	0	0
53.	Guam	GU	N	0	0	0	0	0	0	0
54.	Puerto Rico	PR	N	0	0	0	0	0	0	0
55.	U.S. Virgin Islands	VI	N	0	0	0	0	0	0	0
56.	Northern Mariana Islands	MP	N	0	0	0	0	0	0	0
57.	Canada	CAN	N	0	0	0	0	0	0	0
58.	Aggregate Other Aliens	OT	XXX	0	0	0	0	0	0	0
59.	Subtotal	XXX	0	406,011,099	0	0	0	0	406,011,099	0
60.	Reporting Entity Contributions for Employee Benefit Plans	XXX	0	0	0	0	0	0	0	0
61.	Totals (Direct Business)	(a) 16	0	406,011,099	0	0	0	0	406,011,099	0
DETAILS OF WRITE-INS										
58001.		XXX								
58002.		XXX								
58003.		XXX								
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.

15

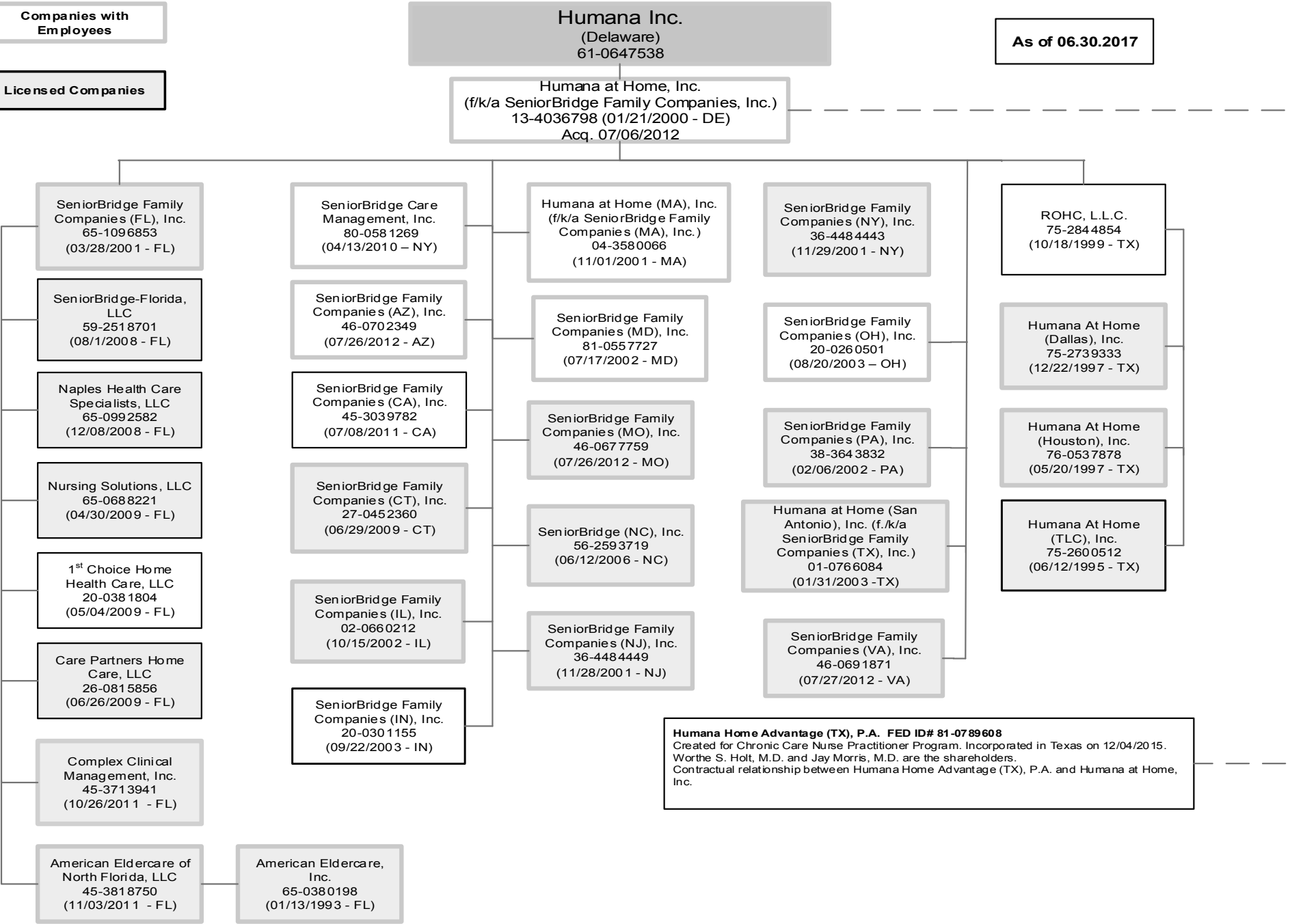


STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

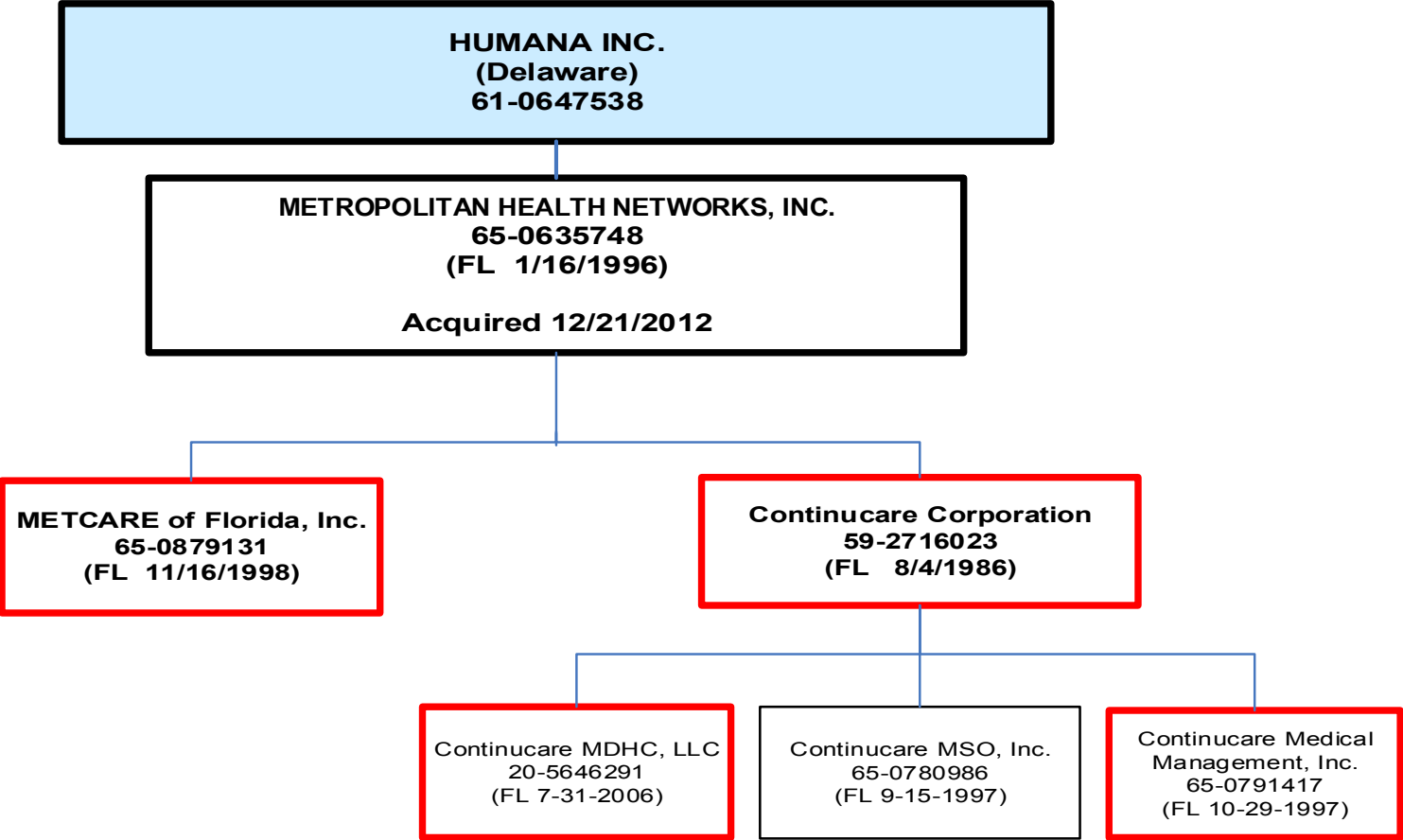
Companies with
Employees

Licensed Companies

As of 06.30.2017



As of 06-30-2017



Employees

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
.0119	Humana Inc.	.00000	65-0851053				154th Street Medical Plaza, Inc.	FL	NIA	CAC-Florida Medical Centers, LLC	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-0381804				1st Choice Home Health Care, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-5309363				515-526 W MainSt Condo Council of Co-Owners	KY	NIA	Preservation on Main, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0293220				54th Street Medical Plaza, Inc.	FL	NIA	CAC-Florida Medical Centers, LLC	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-3818750				American Eldercare of North Florida, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0380198				American Eldercare, Inc.	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.12151	20-1001348				Arcadian Health Plan, Inc.	WA	RE	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	59-3715944				Availity, L.L.C.	DE	OTH	See Footnote 1	Board of Directors	.0.000	Humana Inc.		.1
.0119	Humana Inc.	.00000	30-0117876				CAC Medical Center Holdings, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-0010657				CAC-Florida Medical Centers, LLC	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-0815856				Care Partners Home Care, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	39-1514846				CareNetwork, Inc.	WI	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95092	59-2598550				CarePlus Health Plans, Inc.	FL	IA	CAC Medical Center Holdings, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95754	62-1579044				Cariten Health Plan Inc.	TN	IA	PHP Companies, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95158	61-1279717				CHA HMO, Inc.	KY	IA	CHA Service Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1279716				CHA Service Company	KY	NIA	Humana Health Plan, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.52015	59-2531815				CompBenefits Company	FL	IA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	04-3185995				CompBenefits Corporation	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.11228	36-3686002				CompBenefits Dental, Inc.	IL	IA	Dental Care Plus Management Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	58-2228851				CompBenefits Direct, Inc.	DE	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.60984	74-2552026				CompBenefits Insurance Company	TX	IA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-3713941				Complex Clinical Management, Inc.	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	42-1575099				Comprehensive Health Insights, Inc.	IL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	59-2716023				Continucare Corporation	FL	NIA	Metropolitan Health Networks, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-5646291				Continucare MDHC, LLC	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0791417				Continucare Medical Management, Inc.	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0780986				Continucare MSO, Inc.	FL	NIA	Continucare Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-8236655				Corphealth Provider Link, Inc.	TX	NIA	Corphealth, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	75-2043965				Humana Behavioral Health, Inc.	TX	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	33-0916248				DefenseWeb Technologies, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	36-3512545				Dental Care Plus Management Corp.	IL	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95161	76-0039628				DentiCare, Inc.	TX	IA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.88595	31-0935772				Emphesys Insurance Company	TX	IA	Emphesys, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1237697				Emphesys, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	27-1649291				Harris, Rothenberg International Inc.	NY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1223418				Health Value Management, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-4912173				HRI Humana of California Inc.	CA	NIA	Harris, Rothenberg International Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-3592783				HUM Provider Holdings, LLC	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-4835394				Humana Active Outlook, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	75-2739333				Humana At Home (Dallas), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	76-0537878				Humana At Home (Houston), Inc.	TX	NIA	ROHC, L.L.C.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	04-3580066				Humana at Home (MA), Inc.	MA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0274594				Humana At Home 1, Inc.	FL	NIA	Humana Dental Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	13-4036798				Humana at Home, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.60052	37-1326199				Humana Benefit Plan of Illinois, Inc.	IL	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	59-1843760				Humana Dental Company	FL	NIA	CompBenefits Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.52028	36-3654697				Humana Dental Concern, Ltd.	IL	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95519	58-2209549				Humana Employers Health Plan of GA, Inc.	GA	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1241225				Humana Government Business, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95642	72-1279235				Humana Health Benefit Plan of LA, Inc.	LA	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.13558	26-2800286				Humana Health Company of New York, Inc.	NY	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.69671	61-1041514				Humana Health Ins. Co. of Florida, Inc.	FL	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-3473328				Humana Health Plan of California, Inc.	CA	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.95348	31-1154200				Humana Health Plan of Ohio, Inc.	OH	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
.0119	Humana Inc.	95024	61-0994632				Humana Health Plan of Texas, Inc.	TX	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95885	61-1013183				Humana Health Plan, Inc.	KY	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95721	66-0406896				Humana Health Plans of Puerto Rico, Inc.	PR	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-0647538			NYSE	Humana Inc.	DE			Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1343791				Humana Innovation Enterprises, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	73288	39-1263473				Humana Insurance Company	WI	IA	CareNetwork, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	60219	61-1311685				Humana Insurance Company of Kentucky	KY	IA	Humana Insurance Company	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	12634	20-2888723				Humana Insurance Company of New York	NY	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	84603	66-0291866				Humana Insurance of Puerto Rico, Inc.	PR	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-3364857				Humana MarketPOINT of Puerto Rico, Inc.	PR	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1343508				Humana MarketPOINT, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	14224	27-3991410				Humana Medical Plan of Michigan, Inc.	MI	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	14462	27-4660531				Humana Medical Plan of Pennsylvania, Inc.	PA	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	12908	20-8411422				Humana Medical Plan of Utah, Inc.	UT	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95270	61-1103898				Humana Medical Plan, Inc.	FL	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-2254346				Humana Pharmacy Solutions, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1316926				Humana Pharmacy, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	12282	20-2036444				Humana Regional Health Plan, Inc.	AR	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-8418853				Humana Veterans Healthcare Services, Inc.	DE	NIA	Humana Government Business, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	26-4522426				Humana WellWorks LLC	DE	NIA	Health Value Management, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	95342	39-1525003				Humana Wisc. Health Org. Ins. Corp.	WI	IA	CareNetwork, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	70580	39-0714280				HumanaDental Insurance Company	WI	IA	HumanaDental, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1364005				HumanaDental, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	27-4535747				Go365, LLC	DE	NIA	HumanaWellworks LLC	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1238538				Humco, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1383567				HUM-e-FL, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	86-1050795				Hummingbird Coaching Systems LLC	OH	NIA	Harris, Rothenberg International Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	39-1769093				Independent Care Health Plan	WI	OTH	See Footnote 2	Other	100.000	Humana Inc.		.2
.0119	Humana Inc.	65110	57-0380426				Kanawha Insurance Company	SC	IA	KMG America Corporation	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-1377270				KMG America Corporation	VA	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	61-1232669				Managed Care Indemnity, Inc.	VT	IA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0879131				METCARE of Florida, Inc.	FL	NIA	Metropolitan Health Networks, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0635728				Metropolitan Health Networks, Inc.	FL	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0992582				Naples Health Care Specialists, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-0688221				Nursing Solutions, LLC	FL	NIA	SeniorBridge Family Companies (FL), Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	62-1552091				PHP Companies, Inc.	TN	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	62-1250945				Preferred Health Partnership, Inc.	TN	NIA	PHP Companies, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-1724127				Preservation on Main, Inc.	KY	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-1225873				Primary Care Holdings, Inc.	DE	NIA	Humana Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	75-2844854				ROHC, L.L.C.	TX	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	56-2593719				SeniorBridge (NC), Inc.	NC	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	80-0581269				SeniorBridge Care Management, Inc.	NY	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-0702349				SeniorBridge Family Companies (AZ), Inc.	AZ	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	45-3039782				SeniorBridge Family Companies (CA), Inc.	CA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	27-0452360				SeniorBridge Family Companies (CT), Inc.	CT	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	65-1096853				SeniorBridge Family Companies (FL), Inc.	FL	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	02-0660212				SeniorBridge Family Companies (IL), Inc.	IL	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-0301155				SeniorBridge Family Companies (IN), Inc.	IN	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	81-0557727				SeniorBridge Family Companies (MD), Inc.	MD	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	46-0677759				SeniorBridge Family Companies (MO), Inc.	MO	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	36-4484449				SeniorBridge Family Companies (NJ), Inc.	NJ	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	36-4484443				SeniorBridge Family Companies (NY), Inc.	NY	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	20-0260501				SeniorBridge Family Companies (OH), Inc.	OH	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0
.0119	Humana Inc.	.00000	38-3643832				SeniorBridge Family Companies (PA), Inc.	PA	NIA	Humana at Home, Inc.	Ownership	100.000	Humana Inc.		.0

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Loca-tion	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
..0119 ...	Humana Inc. ....	..00000	01-0766084 ...	.....	.....	.....	Humana At Home (San Antonio), Inc. ....	..TX.....	..NIA.....	Humana at Home, Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	46-0691871 ...	.....	.....	.....	SeniorBridge Family Companies (VA), Inc. ....	..VA.....	..NIA.....	Humana at Home, Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	59-2518701 ...	.....	.....	.....	SeniorBridge-Florida, LLC .....	..FL.....	..NIA.....	SeniorBridge Family Companies (FL), Inc. ..	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	74-2352809 ...	.....	.....	.....	Texas Dental Plans, Inc. ....	..TX.....	..NIA.....	Humana Dental Company	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..54739	52-1157181 ...	.....	.....	.....	The Dental Concern, Inc. ....	..KY.....	..IA.....	HumanaDental, Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	75-2600512 ...	.....	.....	.....	Humana at Home (TLC), Inc. ....	..TX.....	..NIA.....	ROHC, L.L.C.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	80-0072760 ...	.....	.....	.....	Transcend Insights, Inc. ....	..DE.....	..NIA.....	Humana Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	46-5329373 ...	.....	.....	.....	Transcend Population Health Management, LLC ..	..DE.....	..NIA.....	Humana Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	..0
..0119 ...	Humana Inc. ....	..00000	66-0872725 ...	.....	.....	.....	Humana Management Services of Puerto Rico, Inc. ....	..PR.....	..NIA.....	Humana Inc.	Ownership.....	100.000 ...	Humana Inc. ....	.....	.....

Asterisk	Explanation
1	Availity, L.L.C., a Delaware limited liability company, was formed by affiliates of Humana Inc. and Blue Cross and Blue Shield of Florida, Inc. to develop and operate an Internet site on the World Wide Web to permit health plans to communicate and engage in electronic transactions with health care service providers initially in the State of Florida. HUM-e-FL, Inc., a subsidiary of Humana Inc., is a Member with a 22.5% ownership interest. Navigy, Inc., a subsidiary of Blue Cross and Blue Shield of Florida, Inc., is a Member with a 33.75% ownership interest, Health Care Service Corporation, a Member, has a 33.75% ownership interest, and Sellcore, Inc., a subsidiary of WellPoint and a Member, has a 10% ownership interest.
2	Independent Care Health Plan, a Wisconsin corporation licensed as an HMO, operates an integrated, coordinated medical and social service managed care program for chronically disabled Medicaid recipients in Milwaukee, Wisconsin. CareNetwork, Inc. owns 50% of the company's stock. Centers For Independence, Inc. owns the other 50%.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

Response

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

NO

Explanation:

1. This type of business is not written.

Bar Code:

1. Medicare Part D Coverage Supplement [Document Identifier 365]



OVERFLOW PAGE FOR WRITE-INS

NONE

SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)		
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and mortgage investment and commitment fees		
9. Total foreign exchange change in book value/recorded investment including accrued interest		
10. Deduct current year's other than temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)		
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	192,826,076	50,806,167
2. Cost of bonds and stocks acquired	30,395,947	178,904,449
3. Accrual of discount	14,471	38,196
4. Unrealized valuation increase (decrease)	10,031	(10,031)
5. Total gain (loss) on disposals	1,127	(14,236)
6. Deduct consideration for bonds and stocks disposed of	16,128,663	35,554,722
7. Deduct amortization of premium	900,847	1,343,747
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	206,218,142	192,826,076
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	206,218,142	192,826,076

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	273,617,180	468,658,743	422,458,775	(340,785)	273,617,180	319,476,363	0	214,693,376
2. NAIC 2 (a)	17,789,226	1,049,757	852,791	(9,195)	17,789,226	17,976,997	0	14,936,233
3. NAIC 3 (a)	827,251	0	135,000	6,237	827,251	698,488	0	823,807
4. NAIC 4 (a)	65,001	0	0	0	65,001	65,001	0	64,513
5. NAIC 5 (a)	0	0	0	0	0	0	0	0
6. NAIC 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	292,298,658	469,708,500	423,446,566	(343,743)	292,298,658	338,216,849	0	230,517,929
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	292,298,658	469,708,500	423,446,566	(343,743)	292,298,658	338,216,849	0	230,517,929

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$131,998,707 ; NAIC 2 \$0 ; NAIC 3 \$0 NAIC 4 \$0 ; NAIC 5 \$0 ; NAIC 6 \$0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	77,032,615	xxx	77,048,098	86,002	650

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	27,692,393	10,968,103
2. Cost of short-term investments acquired	541,677,459	1,159,075,781
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	492,326,840	1,142,338,820
7. Deduct amortization of premium	10,397	12,671
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	77,032,615	27,692,393
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	77,032,615	27,692,393

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of
Derivatives

N O N E

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	9,999,458	0
2. Cost of cash equivalents acquired	372,745,578	341,940,237
3. Accrual of discount	151,056	54,493
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	128
6. Deduct consideration received on disposals	327,930,000	331,995,400
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	54,966,092	9,999,458
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	54,966,092	9,999,458

Schedule A - Part 2 - Real Estate Acquired and Additions Made

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

N O N E

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made

N O N E

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

N O N E

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
912828-C2-4	UNITED STATES TREASURY GOVERNMENT		.05/12/2017	BARCLAYS CAPITAL		.501,914	.500,000	.1,549	1
912828-WL-0	UNITED STATES TREASURY GOVERNMENT		.05/12/2017	VARIOUS		3,012,012	3,000,000	19,348	1
0599999. Subtotal - Bonds - U.S. Governments						3,513,926	3,500,000	20,897	XXX
56052A-ZC-3	MAINE ST MUNI		.06/07/2017	J.P. MORGAN		.140,223	.130,000	.0	1FE
56052A-ZD-1	MAINE ST MUNI		.06/07/2017	J.P. MORGAN		.156,164	.140,000	.0	1FE
56052A-ZE-9	MAINE ST MUNI		.06/07/2017	J.P. MORGAN		.160,901	.140,000	.0	1FE
56052A-ZF-6	MAINE ST MUNI		.06/07/2017	J.P. MORGAN		.165,168	.140,000	.0	1FE
677522-QK-3	OHIO ST MUNI		.04/12/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.325,265	.280,000	.0	1FE
677522-QL-1	OHIO ST MUNI		.04/12/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.185,118	.160,000	.0	1FE
677522-QM-9	OHIO ST MUNI		.04/12/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.184,498	.160,000	.0	1FE
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions						1,317,337	1,150,000	0	XXX
544525-WJ-3	LOS ANGELES CA DEPT WATER & P MUNI		.05/08/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.323,014	.280,000	.0	1FE
592041-IH-6	MET GOVT NASHVILLE & DAVIDSON MUNI		.05/08/2017	LOOP CAPITAL MARKETS		.302,495	.275,000	4,965	1FE
59259N-BN-6	METROPOLITAN TRANSN AUTH N Y D		.06/02/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.262,225	.220,000	.611	1FE
643154-DF-1	NEW CANEY TEX INDPT SCH DIST MUNI		.06/02/2017	MORGAN STANLEY		.681,947	.580,000	10,150	1FE
64990E-3Z-8	NEW YORK ST DORM AUTH ST PERS MUNI		.06/02/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.270,328	.230,000	3,578	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						1,840,009	1,585,000	19,304	XXX
00192M-AB-5	ARIFL_17-A: A-2 ABS FTST		.05/16/2017	J.P. MORGAN		.99,988	.100,000	.0	1FE
031162-CM-0	AMGEN INC CORPORATE		.05/08/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.439,758	.440,000	.0	2FE
165183-AL-8	CFII_17-2A: A1 ABS FTST		.05/23/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.879,953	.880,000	.0	1FE
29372J-AC-1	EFF_17-2: A-3 ABS FTST		.06/20/2017	J.P. MORGAN		.399,991	.400,000	.0	1FE
345397-YM-9	FORD MOTOR CREDIT CORPORATE		.06/07/2017	MERRILL LYNCH, PIERCE, FENNER & SM		.610,000	.610,000	.0	2FE
61691J-AZ-7	MSC-17-H1 CMBS		.05/24/2017	MORGAN STANLEY		.133,890	.130,000	.103	1FE
63874E-AA-8	NQMS_17-75B CMBS		.05/10/2017	NATIXIS SECURITIES AMERICAS LLC		.216,299	.210,000	.450	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,779,879	2,770,000	553	XXX
8399997. Total - Bonds - Part 3						9,451,151	9,005,000	40,754	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						9,451,151	9,005,000	40,754	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						9,451,151	XXX	40,754	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues 0

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn-ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con-tractual Maturity Date	NAIC Desig-nation or Market In-dicator (a)
313500-S2-0	FED NTL MTG ASSO AGCY FTST		06/30/2017	CALLD SECURITY at 100.000		2,000,000	2,000,000	2,000,600	.0	.0	(600)	.0	(600)	.0	2,000,000	.0	.0	.0	17,500	12/30/2019	1FE
36179S-JS-7	GOVERNMENT NATIONAL MORTGAGE GNMA		06/20/2017	MBS PAYDOWN		43,003	43,003	44,993	43,072	.0	(69)	.0	(69)	.0	43,003	.0	.0	.0	542	08/01/2046	1
36179S-QW-0	GOVERNMENT NATIONAL MORTGAGE GNMA		06/20/2017	MBS PAYDOWN		103,111	103,111	109,516	103,329	.0	(219)	.0	(219)	.0	103,111	.0	.0	.0	1,576	11/01/2046	1
36202E-LJ-6	GOVERNMENT NATIONAL MORTGAGE GNMA		06/20/2017	MBS PAYDOWN		3,803	3,803	3,764	3,791	.0	13	.0	13	.0	3,804	.0	.0	.0	82	12/01/2036	1
36225B-SM-6	GOVERNMENT NATIONAL MORTGAGE GNMA		06/01/2017	MBS PAYDOWN		1,476	1,476	1,480	1,476	.0	.0	.0	.0	.0	1,476	.0	.0	.0	31	06/01/2019	1
36241K-KV-9	GOVERNMENT NATIONAL MORTGAGE GNMA		06/01/2017	MBS PAYDOWN		2,013	2,013	1,995	2,011	.0	2	.0	2	.0	2,013	.0	.0	.0	46	08/01/2021	1
36290R-QT-3	GOVERNMENT NATIONAL MORTGAGE GNMA		06/01/2017	MBS PAYDOWN		3,564	3,564	3,519	3,562	.0	2	.0	2	.0	3,564	.0	.0	.0	85	06/01/2033	1
36291N-DU-2	GOVERNMENT NATIONAL MORTGAGE GNMA		06/01/2017	MBS PAYDOWN		1,061	1,061	1,064	1,061	.0	.0	.0	.0	.0	1,061	.0	.0	.0	24	01/01/2021	1
36291U-AS-4	GOVERNMENT NATIONAL MORTGAGE GNMA		06/01/2017	MBS PAYDOWN		3,379	3,379	3,324	3,372	.0	7	.0	7	.0	3,379	.0	.0	.0	70	12/01/2019	1
91282B-NA-4	UNITED STATES TREASURY GOVERNMENT		04/30/2017	MATURITY		300,000	300,000	320,556	302,306	.0	(2,306)	.0	(2,306)	.0	300,000	.0	.0	.0	.0	04/30/2017	1
91282B-NK-2	UNITED STATES TREASURY GOVERNMENT		06/30/2017	MATURITY		500,000	500,000	517,324	504,571	.0	(4,571)	.0	(4,571)	.0	500,000	.0	.0	.0	.0	06/30/2017	1
91282B-T3-4	UNITED STATES TREASURY GOVERNMENT		05/22/2017	MORGAN STANLEY		1,170,092	1,200,000	1,192,502	1,192,769	.0	579	.0	579	.0	1,193,347	.0	(23,256)	(23,256)	8,705	09/30/2021	1
0599999	Subtotal - Bonds - U.S. Governments					4,131,502	4,161,410	4,200,637	2,161,320	0	(7,162)	0	(7,162)	0	4,154,758	0	(23,256)	(23,256)	28,661	XXX	XXX
56052A-YE-0	MAINE ST MUNI		06/01/2017	MATURITY		30,000	30,000	32,305	.0	.0	(553)	.0	(553)	.0	30,000	.0	.0	.0	750	06/01/2017	1FE
57582P-JQ-4	MASSACHUSETTS ST MUNI		05/01/2017	CALLD SECURITY at 100.000		5,000	5,000	4,600	4,711	.0	289	.0	289	.0	5,000	.0	.0	.0	30	05/01/2037	1FE
79771T-KM-8	SAN FRANCISCO CALIF CITY CNTY ARPT		06/15/2017	MATURITY		40,000	40,000	42,975	40,824	.0	(824)	.0	(824)	.0	40,000	.0	.0	.0	1,000	06/15/2017	1FE
86476P-QY-7	SUFFOLK CNTY NY MUNI		05/23/2017	MERRILL LYNCH, PIERCE, FENNER & SM		187,894	175,000	195,900	189,619	.0	(2,490)	.0	(2,490)	.0	187,129	.0	765	765	4,983	05/01/2019	1FE
1799999	Subtotal - Bonds - U.S. States, Territories and Possessions					262,894	250,000	275,780	265,707	0	(3,578)	0	(3,578)	0	262,129	0	765	765	6,763	XXX	XXX
906347-GX-1	UNION CNTY NJ IMPT AUTH MUNI FTST		04/03/2017	CALLD SECURITY at 100.000		40,000	40,000	39,875	39,967	.0	33	.0	33	.0	40,000	.0	.0	.0	1,058	04/01/2018	1FE
2499999	Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions					40,000	40,000	39,875	39,967	0	33	0	33	0	40,000	0	0	0	1,058	XXX	XXX
259327-K9-4	DOUGLAS CNTY SCH DIST MUNI		06/15/2017	MATURITY		35,000	35,000	37,113	35,543	.0	(543)	.0	(543)	.0	35,000	.0	.0	.0	700	06/15/2017	1FE
3128M8-RT-3	FGOLD 30YR GIANY FHLMC		06/01/2017	MBS PAYDOWN		5,521	5,521	5,930	5,548	.0	(27)	.0	(27)	.0	5,521	.0	.0	.0	93	04/01/2041	1
3128M8-DN-4	FREDDIE MAC FHLMC		06/01/2017	VARIOUS		2,534	2,534	2,572	2,538	.0	(4)	.0	(4)	.0	2,534	.0	.0	.0	66	04/01/2022	1
3128MJ-Y2-0	FGOLD 30YR GIANY FNMA		06/01/2017	MBS PAYDOWN		34,502	34,502	36,912	34,625	.0	(123)	.0	(123)	.0	34,502	.0	.0	.0	565	10/01/2046	1
3128MJ-Y8-7	FGOLD 30YR GIANY FNMA		06/01/2017	MBS PAYDOWN		37,625	37,625	40,270	37,731	.0	(106)	.0	(106)	.0	37,625	.0	.0	.0	640	11/01/2046	1
312942-F9-1	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		4,495	4,495	4,735	4,505	.0	(9)	.0	(9)	.0	4,495	.0	.0	.0	63	09/01/2040	1
3132QK-ZQ-2	FGOLD 30 YR FHLMC		06/01/2017	MBS PAYDOWN		4,079	4,079	4,381	4,094	.0	(15)	.0	(15)	.0	4,079	.0	.0	.0	69	11/01/2041	1
3132JN-LY-1	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		24,326	24,326	25,588	24,393	.0	(66)	.0	(66)	.0	24,326	.0	.0	.0	343	08/01/2043	1
3132WF-UP-2	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		15,398	15,398	16,067	15,428	.0	(30)	.0	(30)	.0	15,398	.0	.0	.0	160	08/01/2046	1
3132WG-GL-5	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		710	710	759	710	.0	(1)	.0	(1)	.0	710	.0	.0	.0	12	09/01/2046	1
3132WG-TS-6	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		35,188	35,188	37,662	35,283	.0	(94)	.0	(94)	.0	35,188	.0	.0	.0	544	09/01/2046	1
3132WH-EE-1	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		16,888	16,888	16,884	16,888	.0	.0	.0	.0	.0	16,888	.0	.0	.0	238	10/01/2046	1
3132WH-GW-9	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		770	770	824	771	.0	(1)	.0	(1)	.0	770	.0	.0	.0	13	09/01/2046	1
31335A-BG-2	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		239,385	239,385	249,933	239,866	.0	(482)	.0	(482)	.0	239,385	.0	.0	.0	3,032	04/01/2043	1
31335A-ZF-8	FEDERAL HOME LOAN MTGE CO FHLMC		06/01/2017	MBS PAYDOWN		10,031	10,031	10,029	10,031	.0	.0	.0	.0	.0	10,031	.0	.0	.0	115	10/01/2046	1
3137BP-DW-6	FEDERAL HOME LOAN MTGE CO ABS FTST		06/01/2017	MBS PAYDOWN		44,049	44,049	46,111	44,124	.0	(75)	.0	(75)	.0	44,049	.0	.0	.0	553	07/01/2045	1
3137BP-JX-8	FEDERAL HOME LOAN MTGE CO ABS FTST		06/01/2017	MBS PAYDOWN		63,543	63,543	66,502	63,701	.0	(157)	.0	(157)	.0	63,543	.0	.0	.0	797	11/01/2045	1
3137BS-ZE-6	STRU AM-9241:PA CMO		06/01/2017	MBS PAYDOWN		38,546	38,546	41,280	38,648	.0	(102)	.0	(102)	.0	38,546	.0	.0	.0	566	03/01/2046	1
3138AU-RL-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		1,802	1,802	1,899	1,811	.0	(9)	.0	(9)	.0	1,802	.0	.0	.0	27	10/01/2026	1
3138AW-H2-2	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		6,056	6,056	6,387	6,074	.0	(17)	.0	(17)	.0	6,056	.0	.0	.0	89	12/01/2041	1
3138AX-HC-8	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		3,777	3,777	3,982	3,783	.0	(6)	.0	(6)	.0	3,777	.0	.0	.0	60	11/01/2041	1
3138E4-F6-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		12,332	12,332	13,006	12,365	.0	(33)	.0	(33)	.0	12,332	.0	.0	.0	191	02/01/2042	1
3138ED-UL-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		11,304	11,304	11,909	11,317	.0	(13)	.0	(13)	.0	11,304	.0	.0	.0	165	05/01/2042	1
3138EJ-ZR-2	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		11,163	11,163	11,897	11,203	.0	(40)	.0	(40)	.0	11,163	.0	.0	.0	162	10/01/2042	1
3138EK-G7-4	FANNIE MAE FNMA		06/01/2017	MBS PAYDOWN		3,564	3,564	3,800	3,578	.0	(14)	.0	(14)	.0	3,564	.0	.0	.0	53	08/01/2042	1
3138EK-GU-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		3,990	3,990	4,337	4,032	.0	(41)	.0	(41)	.0	3,990	.0	.0	.0	62	03/01/2042	1
3138EL-B3-6	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		912	912	973	916	.0	(4)	.0	(4)	.0	912	.0	.0	.0	14	06/01/2043	1
3138EM-FX-4	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		10,271	10,271	10,956	10,300	.0	(29)	.0	(29)	.0	10,271	.0	.0	.0	144	12/01/2043	1
3138EP-S4-7	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		3,653	3,653	3,897	3,667	.0	(14)	.0	(14)	.0	3,653	.0	.0	.0	61	07/01/2045	1
3138EP-ML-4	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		5,633	5,633	6,040	5,671	.0	(38)	.0	(38)	.0	5,633	.0	.0	.0	100	12/01/2042	1
3138EQ-HY-1	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		4,634	4,634	4,943	4,655	.0	(20)	.0	(20)	.0	4,634	.0	.0	.0	82	10/01/2045	1
3138EQ-ZF-2	FNMA 30 YR POOL FNMA		06/01/2017	MBS PAYDOWN		40,844	40,844	44,520	41,009	.0	(165)	.0	(165)	.0	40,844	.0	.0	.0	686	02/01/2046	1
3138ER-K8-2	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		82,267	82,267	88,450	82,695	.0	(428)	.0	(428)	.0	82,267	.0	.0	.0	1,405	10/01/2043	1

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
3138ER-LX-6	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		929	929	935	929	.0	.0	.0	.0	.0	929	.0	.0	.0	.10	11/01/2031	1	
3138ET-TP-1	FNMA 30 YR POOL FNMA		06/01/2017	MBS PAYDOWN		48,993	48,993	53,755	49,238	.0	(245)	.0	(245)	.0	48,993	.0	.0	.0	.850	07/01/2046	1	
3138ET-YV-2	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		13,347	13,347	14,287	13,399	.0	(52)	.0	(52)	.0	13,347	.0	.0	.0	.201	05/01/2044	1	
3138LV-CV-3	FED NTL MTG ASSO 30YR		06/01/2017	MBS PAYDOWN		9,147	9,147	9,752	9,177	.0	(30)	.0	(30)	.0	9,147	.0	.0	.0	.141	06/01/2042	1	
3138MO-SE-1	FED NTL MTG ASSO FNMA 30YR		06/01/2017	MBS PAYDOWN		7,106	7,106	7,576	7,123	.0	(18)	.0	(18)	.0	7,106	.0	.0	.0	.103	07/01/2042	1	
3138W1-4Q-7	FED NTL MTG ASSO 30YR		06/01/2017	MBS PAYDOWN		28,805	28,805	29,820	28,841	.0	(36)	.0	(36)	.0	28,805	.0	.0	.0	.363	03/01/2043	1	
3138W9-KQ-2	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		533	533	536	533	.0	.0	.0	.0	.0	533	.0	.0	.0	.7	08/01/2043	1	
3138WE-AJ-8	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		1,524	1,524	1,599	1,530	.0	(6)	.0	(6)	.0	1,524	.0	.0	.0	.19	02/01/2030	1	
3138WE-AM-1	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		2,242	2,242	2,353	2,251	.0	(9)	.0	(9)	.0	2,242	.0	.0	.0	.29	02/01/2030	1	
3138WH-NI-5	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		152,936	152,936	164,477	153,563	.0	(627)	.0	(627)	.0	152,936	.0	.0	.0	2,664	07/01/2046	1	
3138WJ-EQ-7	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		56,021	56,021	56,356	56,037	.0	(16)	.0	(16)	.0	56,021	.0	.0	.0	.592	11/01/2031	1	
3138WP-JE-5	FNMA 15YR		06/01/2017	MBS PAYDOWN		20,336	20,336	21,246	20,393	.0	(57)	.0	(57)	.0	20,336	.0	.0	.0	.212	04/01/2028	1	
3138YF-E3-4	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		3,506	3,506	3,680	3,518	.0	(12)	.0	(12)	.0	3,506	.0	.0	.0	.44	02/01/2030	1	
3140EW-JW-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		995	995	991	995	.0	.0	.0	.0	.0	995	.0	.0	.0	.12	10/01/2046	1	
3140F3-C3-0	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		688	688	686	688	.0	.0	.0	.0	.0	688	.0	.0	.0	.9	10/01/2046	1	
3140FB-GX-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		4,505	4,505	4,748	4,510	.0	(5)	.0	(5)	.0	4,505	.0	.0	.0	.67	07/01/2045	1	
3140FE-X3-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		413	413	442	413	.0	.0	.0	.0	.0	413	.0	.0	.0	.7	10/01/2046	1	
3140FG-5N-5	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		7,088	7,088	7,062	7,088	.0	.1	.0	.1	.0	7,088	.0	.0	.0	.81	11/01/2046	1	
3140FG-6S-3	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		6,956	6,956	6,930	6,955	.0	.1	.0	.1	.0	6,956	.0	.0	.0	.92	11/01/2046	1	
3140FG-7G-8	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		516	516	514	516	.0	.0	.0	.0	.0	516	.0	.0	.0	.7	11/01/2046	1	
3140FK-S3-5	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		2,668	2,668	2,659	2,668	.0	.0	.0	.0	.0	2,668	.0	.0	.0	.33	11/01/2046	1	
31417A-JK-6	FED NTL MTG ASSO FNMA		06/01/2017	MBS PAYDOWN		1,592	1,592	1,700	1,597	.0	(9)	.0	(9)	.0	1,592	.0	.0	.0	.23	11/01/2041	1	
508248-BC-4	LAKE CNTY FLA CAP IMPT REV MUNI		06/01/2017	CALLED SECURITY at 100.000		110,000	110,000	118,565	112,005	.0	(2,006)	.0	(2,006)	.0	110,000	.0	.0	.0	2,750	06/01/2032	1FE	
508248-BD-2	LAKE CNTY FLA CAP IMPT REV MUNI		06/01/2017	CALLED SECURITY at 100.000		110,000	110,000	118,564	112,006	.0	(2,006)	.0	(2,006)	.0	110,000	.0	.0	.0	2,750	06/01/2037	1FE	
798136-PL-5	SAN JOSE CALIF ARPT REV MUNI		04/11/2017	CALLED SECURITY at 100.556		100,556	100,000	103,738	100,496	.0	.60	.0	.60	.0	100,556	.0	.0	.0	2,500	03/01/2037	1FE	
3199999. Subtotal - Bonds - U.S. Special Revenues						1,506,194	1,505,638	1,593,519	1,513,972	0	(7,778)	0	(7,778)	0	1,506,194	0	0	0	25,436	XXX	XXX	
054937-AG-2	BB&T CORPORATION CORPORATE		06/30/2017	MATURITY		200,000	200,000	189,363	198,843	.0	1,157	.0	1,157	.0	200,000	.0	.0	.0	4,900	06/30/2017	1FE	
12543P-AK-9	COUNTRYWIDE HOME LOANS CMO		06/26/2017	CALLED SECURITY at 100.000		497	497	421	428	.0	.70	.0	.70	.0	497	.0	.0	.0	.13	02/25/2037	2FM	
12667F-H6-5	COUNTRYWIDE ALTERNATIVE LOAN T		06/26/2017	CALLED SECURITY at 100.000		23,588	23,588	22,809	23,231	.0	.357	.0	.357	.0	23,588	.0	.0	.0	.540	03/25/2020	1FM	
17311A-AD-7	CITICORP MORTGAGE SECURITIES, CMO		06/26/2017	CALLED SECURITY at 100.000		99	99	99	99	.0	.0	.0	.0	.0	99	.0	.0	.0	.2	12/25/2021	1FM	
345397-YD-9	FORD MOTOR CREDIT CO CORPORATE		06/07/2017	SG CONVEN SECURITIES CORP		744,390	750,000	750,000	750,000	.0	.0	.0	.0	.0	750,000	.0	(5,610)	(5,610)	.11,856	08/12/2019	2FE	
373334-GE-5	GEORGIA POWER COMPANY CORPORATE		06/01/2017	MATURITY		100,000	100,000	102,365	100,206	.0	(206)	.0	(206)	.0	100,000	.0	.0	.0	2,850	06/01/2017	1FE	
38141G-WC-4	GOLDMAN SACHS GROUP INC CORP SCH B		04/03/2017	GOLDMAN SACHS		205,679	205,000	204,344	.0	.0	.17	.0	.17	.0	204,361	.0	1,317	1,317	1,196	04/26/2022	1FE	
410345-AL-6	HANESBRANDS INC CORPORATE		06/09/2017	GOLDMAN SACHS		136,350	135,000	135,000	131,963	3,038	.0	.0	3,038	.0	135,000	.0	1,350	1,350	3,809	05/15/2026	3FE	
46632H-AG-6	JPMCC 07-LD12 CMBS		06/30/2017	VARIOUS		55,634	55,635	63,357	56,733	.0	(1,100)	.0	(1,100)	.0	55,634	.0	.0	.0	1,348	02/01/2051	1FM	
61237W-AB-2	MONTEFIORE MEDICAL CENTER CORPORATE		04/20/2017	CALLED SECURITY at 100.000		20,000	20,000	20,000	20,000	.0	.0	.0	.0	.0	20,000	.0	.0	.0	.215	10/20/2026	1FE	
61237W-AC-0	MONTEFIORE MEDICAL CENTER CORPORATE		04/20/2017	CALLED SECURITY at 100.000		5,000	5,000	5,000	5,000	.0	.0	.0	.0	.0	5,000	.0	.0	.0	.70	04/30/2032	1FE	
92345Y-AC-0	VERISK ANALYTICS INC CORPORATE		04/03/2017	LIQUIDNET INC		104,370	100,000	103,751	102,390	.0	(98)	.0	(98)	.0	102,293	.0	2,078	2,078	2,338	09/12/2022	2FE	
949746-SK-8	WELLS FARGO COMPANY CORPORATE		04/03/2017	VARIOUS		337,589	335,000	335,000	.0	.0	.0	.0	.0	.0	335,000	.0	2,589	2,589	2,056	01/24/2023	1FE	
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						1,933,196	1,929,819	1,931,509	1,388,893	3,038	197	0	3,235	0	1,931,472	0	1,724	1,724	31,193	XXX	XXX	
8399997. Total - Bonds - Part 4						7,873,786	7,886,867	8,041,320	5,369,859	3,038	(18,288)	0	(15,250)	0	7,894,553	0	(20,767)	(20,767)	93,111	XXX	XXX	
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
8399999. Total - Bonds						7,873,786	7,886,867	8,041,320	5,369,859	3,038	(18,288)	0	(15,250)	0	7,894,553	0	(20,767)	(20,767)	93,111	XXX	XXX	
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						7,873,786	XXX	8,041,320	5,369,859	3,038	(18,288)	0	(15,250)	0	7,894,553	0	(20,767)	(20,767)	93,111	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues.....0

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open

N O N E

Schedule DB - Part B - Section 1 - Futures Contracts Open

N O N E

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made

N O N E

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open

N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By

N O N E

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To

N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

N O N E

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
					First Month	Second Month	Third Month	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date				*
US BANK Knoxville, TN		0.000	0	0	(2,353,069)	(2,281,453)	(2,223,779)	XXX
BANK OF NY WEST PATERSON, NJ		0.000	0	0	104,864	54,971	97,378	XXX
JP MORGAN CHASE New York, NY		0.000	0	0	20,435	52,619	85,782	XXX
0199998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX	0	0	0	0	0	XXX
0199999. Totals - Open Depositories	XXX	XXX	0	0	(2,227,770)	(2,173,864)	(2,040,618)	XXX
0299998. Deposits in ... 0 depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0299999. Totals - Suspended Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	(2,227,770)	(2,173,864)	(2,040,618)	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX	0	0	0	XXX
.....								
.....								
.....								
.....								
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.....								
.....								
.....								
.....								
0599999. Total - Cash	XXX	XXX	0	0	(2,227,770)	(2,173,864)	(2,040,618)	XXX

STATEMENT AS OF JUNE 30, 2017 OF THE Arcadian Health Plan Inc.

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

[illegible]